

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

Ref. Nos. 6950, 6952, 7549, 7552, 7580, 7590 & 7782

CERTIFICATION OF COUNSEL

I, Matthew R. Pierce, counsel to FTX Trading Ltd. and its affiliated debtors and debtors-in-possession (the “Debtors”), hereby certify as follows to the best of my knowledge, information and belief:

1. On February 2, 2024, the Debtors filed with the United States Bankruptcy Court for the District of Delaware (the “Court”) the *Motion of Debtors for Entry of an Order Authorizing and Approving (I) Procedures for Sale of Debtors’ Equity Interests in Anthropic, PBC; (II) Sale(s) of Such Equity Interests in Accordance with Such Procedures Free and Clear of any Liens, Claims, Interests and Encumbrances; and (III) Redaction and Filing Under Seal of Certain Confidential Commercial Information in the Sale Procedures* [D.I. 6950 (sealed) & 6952 (redacted)] (the “Motion”).²

2. On February 16, 2024, Sunil Kavuri, Ahmed Abd-El-Razek, Noia Capital SÀRL and Pat Rabitte (collectively, “Kavuri Parties”) filed the *Limited Objection of Sunil Kavuri, Ahmed Abd-El-Razek, Noia Capital SÀRL and Pat Rabitte to Motion of Debtors for Entry of an Order*

¹ The last four digits of FTX Trading Ltd.’s and Alameda Research LLC’s tax identification number are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FTX>. The principal place of business of Debtor Emergent Fidelity Technologies Ltd is Unit 3B, Bryson’s Commercial Complex, Friars Hill Road, St. John’s, Antigua and Barbuda.

² Capitalized terms used but otherwise not defined herein shall have the meanings ascribed to them in the Motion.

Authorizing and Approving (I) Procedures for Sale of Debtors Equity Interests in Anthropic, PBC; (II) Sale(s) of such Equity Interests in Accordance with such Procedures Free and Clear of any Liens, Claims, Interests and Encumbrances; and (III) Redaction and Filing Under Seal of Certain Confidential Commercial Information in the Sale Procedures [D.I. 7549].

3. On February 16, 2024, Simon Carter filed the *Objection to Motion of Debtors for Entry of an Order Authorizing and Approving (I) Procedures for Sale of Debtors' Equity Interests in Anthropic, PBC; (II) Sale(s) of Such Equity Interests in Accordance with Such Procedures Free and Clear of Any Liens, Claims, Interests and Encumbrances; and (III) Redaction and Filing Under Seal of Certain Confidential Commercial Information in the Sale Procedures* [D.I. 7552].

4. On February 19, 2024, the Debtors filed the *Omnibus Reply in Support of Motion of Debtors for Entry of an Order Authorizing and Approving (I) Procedures for Sale of Debtors' Equity Interests in Anthropic, PBC; (II) Sale(s) of Such Equity Interests in Accordance with Such Procedures Free and Clear of any Liens, Claims, Interests and Encumbrances; and (III) Redaction and Filing Under Seal of Certain Confidential Commercial Information in the Sale Procedures* [D.I. 7580] and the *Declaration of Alexa J. Kranzley in Support of Debtors' Reply in Support of Motion of Debtors for Entry of an Order Authorizing and Approving (I) Procedures for Sale of Debtors' Equity Interests in Anthropic, PBC; (II) Sale(s) of Such Equity Interests in Accordance with Such Procedures Free and Clear of any Liens, Claims, Interests and Encumbrances; and (III) Redaction and Filing Under Seal of Certain Confidential Commercial Information in the Sale Procedures* [D.I. 7590].

5. On February 21, 2024, the Debtors filed the *Notice of Filing of Revised Order* [D.I. 7782] (the “Notice”) attaching a revised proposed form of order (the “Order”).

6. On February 22, 2024, the Court held a hearing (the “Hearing”) to consider, among other things, entry of the Order approving the Motion.

7. The Debtors have revised the proposed Order (the “Revised Order”) consistent with the record at the Hearing, a copy of which is attached hereto as **Exhibit A**. A copy of the Revised Order compared against the proposed Order attached to the Notice is attached hereto as **Exhibit B**.

8. The Revised Order has been circulated to counsel for the Office of the United States Trustee, the Official Committee of Unsecured Creditors appointed in the FTX Debtors’ Chapter 11 Cases, the Ad Hoc Committee of Non-US Customers of FTX.com, the Kavuri Parties, and Anthropic (collectively, the “Parties”). The Parties have reviewed the Revised Order and believe the Revised Order is consistent with the record at the Hearing and have no objection to entry of the Revised Order. In accordance with the Court’s electronic order processing procedures, a clean copy of the Revised Order shall be uploaded to CM/ECF.

9. Accordingly, the Debtors respectfully request that the Court enter the Revised Order at its earliest convenience.

Dated: February 23, 2024
Wilmington, Delaware

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/s/ Matthew R. Pierce

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